

**APPROVED MINUTES  
ALUM ROCK ELEMENTARY SCHOOL DISTRICT  
2930 Gay Avenue  
San Jose, CA 95127**

**MINUTES OF A SPECIAL MEETING OF THE BOARD OF TRUSTEES  
of the Alum Rock Union School District  
Held on Thursday, January 11, 2018, 6:00 p.m. at the Alum Rock Union School  
District Office Board Room, 2930 Gay Avenue, San Jose, CA 95127  
Meeting #12-17/18**

**1. OPEN SESSION**

**1.01 Call to Order / Roll Call**

President Andrés Quintero welcomed everyone in the audience. President Andrés Quintero called the Board Meeting to order at 6:01 p.m. followed by Roll Call.

Board Members Present:

Andrés Quintero	President
Karen Martinez	Vice-President
Esau Ruiz Herrera	Clerk
Dolores Marquez-Frausto	Member
Khanh Tran	Member ( <i>participated via Teleconference at the following location: Hotel Re Pearl's Hill, 175A Chin Swee Road, Refine Conference Room, Clarke Quay, Singapore, 169879</i> )

Administrative and Support Staff Members Present:

Dr. Hilaria Bauer	Superintendent
Rene Sanchez	Assistant Superintendent, Instructional Services
Kolvira Chheng	Assistant Superintendent, Business Services
Marie Sanchez	Sr. Executive Assistant/Superintendent's Office
Angel Rodriguez	Executive Assistant/Communications Support, Superintendent's Office
Jacqueline Guevara	Executive Assistant, Superintendent's Office

**1. OPEN SESSION** *(continued)*

President Andrés Quintero announced to the audience that he will remain Board President until action is taken to change this. He did speak with Legal Counsel and a second opinion will soon be forthcoming.

Superintendent Hilaria Bauer reported that she also is looking into a second legal opinion to look into this matter. She has reached out to the Santa Clara County Counsel and is waiting to hear back from them.

**2. PUBLIC MEMBERS WHO WISH TO ADDRESS THE BOARD**

**2.01 Requests to Address the Board**

There were no public comments from the audience at this time.

**3. SUPERINTENDENT / BOARD BUSINESS**

**3.01 Appoint General Counsel for the District**

Superintendent Hilaria Bauer reported that 6 legal firms had submitted proposals back in November 2017, and the proposals were delivered to the entire Board for their review. At that time, the Board was to review and assess the bids. However, at the December board meeting, only 3 Board Members were in attendance and, at that time, it was deemed not appropriate to discuss and this item would be brought back to the January board meeting. Superintendent Hilaria Bauer stated that, as of now, staff has not received any direction on the process for selection.

Board Comments:

Vice-President Karen Martinez commented that she too is unclear on the process but her preference would have been, in order to be transparent with this process, to have invited the selected legal firms, for some sort of interview process.

Member Khanh Tran stated that back in November, the Board had agreed to move quickly in selecting a legal firm – well, it has been 2 months now and that is plenty of time for the Board to assess its options, and it is now time to make a decision and he was ready to do so.

President Andrés Quintero stated that he is concerned about moving forward tonight with this decision. He had assumed that there would be a process of selection with criteria to follow. He commented that it would be ideal for some staff and board members combined to form a committee to judge the firms against the given criteria. He commented that he would like to take a step back and go through this process to make sure that this process is done the right way.

### 3. SUPERINTENDENT / BOARD BUSINESS *(continued)*

#### 3.01 Appoint General Counsel for the District

Member Khanh Tran stated that all 5 Board Members have had enough time to review all the documents. He feels they are ready to move forward. He commented that only 3 votes are needed – he wants his two buildings built for the students in order to keep them away from the streets.

Vice-President Karen Martinez commented that she agrees with Member Khanh Tran that they all have had ample time to review all the proposals; however, she wanted the opportunity to ask the legal firms questions in public so that everyone could hear what she was being told. She also commented that she knows she can call these firms herself, however, she chooses to have these conversations in a public forum.

#### Public Comments:

- 1) Olivia Ortiz – Community member, gave special thanks to the Superintendent and her administration for the good work they have done for this community. She also commented that she does not respect some of the board members and they know who they are. This community has given their support with several bond measures for improvement of better schools for our children.
- 2) Imelda Bautista – Adelante parent that commented that we are not a rich community; we still have approved 3 bond measures to better our neighborhood schools. We did not vote on these bond measures to benefit huge organizations and their corrupt lawyers. She stated, “Our education is not for sale!”
- 3) Jacqueline Franco – Community member that commented that the Del Terra wolves noticed how much money our district was raising and now they corrupt board members, place their staff in positions of power, and have their corrupt lawyers write up contracts in their favor.
- 4) Hillary Clinton – Community member that stated that we do not want Del Terra to continue with the work. However, they have convinced the board members, you wanted a pony, and you fell for it!
- 5) Concerned Citizen (no name given) – A citizen that asked, “What happens when you ask questions?” The lawyers attack us and show pretty pictures and provide nothing in return. We have corrupt officials that defend Del Terra, and even buy more ‘chickens’ to hand to them – you were warned by administration, and you did nothing!
- 6) Oprah Winfrey – Community member that commented that these wolves have names and we know who they are. We have corrupt public officials that we need to get rid of. She gave thanks to Superintendent Bauer and Assistant Superintendent Chheng for being honorable and this is why we are in a better situation than Montebello District.
- 7) Parent (no name given) – Parent stated that the Board has 2 big decisions to make today – please take the time to select the proper firm and to stand up to these wolves.

### 3. SUPERINTENDENT / BOARD BUSINESS *(continued)*

#### 3.01 Appoint General Counsel for the District

- 8) Parent (no name given) – Parent stated that we will know who you are by how you vote; we do not care what race the firms are, we care that our children are cared for—we do not want fancy buildings that we cannot afford, we want our children to be safe and comfortable.
- 9) Parent (no name given) – Parent stated that Board Members want to control the process of hiring a law firm to benefit the Del Terra group. A functioning board should have criteria for hiring a law firm. She commented that as a community, a possible criteria has been created to use.
- 10) Dilza Gonzales – Community member, that reads some of the bulleted items from the ‘Criteria for Hiring New Personnel’ list.
- 11) Jocelyn Merz – AREA president, that commented that normally she likes to be well-prepared when she speaks; however, this time, she does not really know how to address this. She speaks and refers to the Board’s vision that is posted on the District website and briefly comments on trust and effective communication which means speaking and listening. She reported that AREA endorsed 4 out of the 5 members—this community elected you and your job does not end once you are elected; you need to listen to your community and do what is right for the students. Lastly, she spoke about the hiring process for the legal firm—there is NO PROCESS!! She commented that there is only an underlying motive here and we do not know it yet.
- 12) Community member (no name given) – Community member, that reported that one of the board members has been here for 24 years and another member is an attorney. She asked the question, “Why would you go against the community that elected you”? She commented that Trustee Marquez has not even looked at anyone who has spoken tonight.

**MOTION #12-01 by Member Khanh Tran to accept and approve the Legal Contract for Attorney Maribel Medina from Leal and Trejo Law Firm based in Long Beach to serve as the District’s General Counsel and Special Counsel to handle various investigations. MOTION #12-01 was seconded by Member Dolores Marquez-Frausto.**

#### Board Comments:

Clerk Esau Ruiz Herrera praised Attorney Maribel Medina for her knowledge of Education Law, handling of negotiations, and understanding the Bond Programs. He also stated that interviews are not required; the Board agreed to make this decision at the earliest possible time and was prepared to do so tonight. He also reported that he himself had made a variety of calls to a variety of school boards and law firms – he did his homework!

### 3. SUPERINTENDENT / BOARD BUSINESS *(continued)*

#### 3.01 Appoint General Counsel for the District

Member Dolores Marquez-Frausto stated that, in her opinion and to go on record, Attorney Maribel Medina, was probably the best qualified attorney we could have representing us when dealing with the Santa Clara County Office of Education, how they run, and where they can stop ‘meddling and telling’ us what we can and can’t do.

Vice-President Karen Martinez pleaded with her colleagues to delay the vote, and to allow them to interview all of the 6 applicants for General Counsel.

President Andrés Quintero read a list of concerns about Attorney Maribel Medina that she had overstepped a mandate and expanded a contract for Del Terra, and had been ousted by two Southern California School Districts and also by the Santa Clara County Office of Education, where she served as General Counsel for 1.5 years. President Andrés Quintero commented that “A hired attorney is important...they can get you out of trouble, or they can get you into a lot of trouble.” He also reported that all firms provided letters of reference EXCEPT Leal and Trejo. Lastly, he reported that specific content of the RFP process states that any contact to anyone other than Assistant Superintendent Kolvira Chheng may invalidate the application. Member Khanh Tran contacted the principal of Leal and Trejo and expressed his support. This information was forwarded to Superintendent Bauer who passed it on to him.

Member Khanh Tran reported that he was the one that contacted Attorney Maribel Medina and she did not contact him. He stated that he is not an employee of the District, he is an elected official, and he was retrieving the information he was needing.

#### Public Comment:

- 1) Camille Fontanilla – Parent, community member, and Somos Mayfair Lead asked the Board how were they stacking and measuring these law firms against each other. She asked if they could wait and delay the vote until they could determine criteria to use for the selection. She commented that the Board scrutinized their community partners more than these law firms.

President Andrés Quintero commented that the Brown Act requires that a quorum be present and teleconferencing does not count.

Member Khanh Tran replied that this Board does qualify for a quorum and he appreciates Andrés as being the Board President, but asked that they move forward and vote-each board member has one vote and if they get the 3 votes, that’s the will of the board!

Vice-President Karen Martinez asked her colleagues to work together and try to compromise.

### 3. SUPERINTENDENT / BOARD BUSINESS *(continued)*

#### 3.01 Appoint General Counsel for the District

*The Board adjourned for a short recess at 7:42 p.m. and reconvened to Open Session at 7:48 p.m.*

President Andrés Quintero referenced several news reports on the law firm and asked his colleagues to reconsider. He stated that there were serious issues around this law firm. He asked that the Board consider doing what is right for Alum Rock, for the taxpayers, but especially for the students.

*The roll call vote carried with three in favor (Clerk Esau Ruiz Herrera, Member Khanh Tran, and Member Dolores Marquez-Frausto); 2 in opposition (President Andrés Quintero and Vice- President Karen Martinez); no absent; and no abstention.*

#### 3.02 Authorize Action to Proceed with Sale of Bonds and Bond Projects

Assistant Superintendent Kolvira Chheng introduced the Bond Team, Mr. Lalo Trujillo, CEO, Mission Trail Financial Advisors, Mr. Carlos Villafuerte, Bond Attorney, Stradling Yocca Carlson & Rauth, and Mr. Scott Henry, Managing Director, Stifel, Nicolaus & Company, Inc.

Mr. Lalo Trujillo stated that they were not here to recommend anything, but were here only to give information. He proceeded with his Power Point presentation.

President Andrés Quintero and Vice-President Karen Martinez pleaded with their colleagues to delay moving forward with the sale of bonds until the District completes a facilities needs assessment, expected in about six months—this was not a good time to enter the market now.

Superintendent Hilaria Bauer made the recommendation to delay the sale of new bonds until the completion of the midyear budget report on the District's fiscal condition and projections. The report was due last month; however, the District was allowed an extension.

Member Khanh Tran stated that the District is losing money referring to the rising cost of construction of the promised multipurpose rooms – we were going to pay \$8 million then; and now, we are going to pay \$12 million!

**MOTION #12-02 by Member Khanh Tran to proceed and move forward with the Sale of Bonds for the purpose of funding the Bond Projects, including, but not limited to, cooling and heating needs at various school sites and for the Fischer and George School-Based Community Centers. MOTION #12-02 was seconded by Clerk Esau Ruiz Herrera.**

### 3. SUPERINTENDENT / BOARD BUSINESS *(continued)*

#### 3.02 Authorize Action to Proceed with Sale of Bonds and Bond Projects

Member Khanh Tran reports that in 2008 and 2010, we passed the bond measures and informed the taxpayers we were going to upgrade our facilities.

Clerk Esau Ruiz Herrera stated that we have been addressing our heating and cooling needs at our facilities.

#### Public Comments:

- 1) Female speaker – Community member, that spoke about the facts about what Del Terra has done. She commented that she knew that some of the board members have received financial contributions from Del Terra.
- 2) Kathy Erickson – Somos Mayfair representative, that stated that she would love to have the multi-purpose center; however, we should wait until we have had our assessment. The bond ratings have dropped substantially. She also asked the Board to move the board meetings to school sites so that they could get a taste of what the students live day-to-day
- 3) Alison Cingolini – COC representative, that stated that what you are hearing tonight is what you have heard over and over again. She commented that in order for her to be present at the board meetings, she has to trade shifts with other coworkers in order to attend. She also stated that the ‘Alum Rock 3’ are still making bad decisions and continue to serve their own interests instead of the interest of the community—remember on November 6, the community will make sure we have a proper board!
- 4) Female speaker – Community member, reported that her son, who is in kindergarten, had to use the bathroom, but the bathroom was out of order, so the child had to hold it until he got home. Ryan has been marked as done; and yet, bathrooms are still not working. We build just to build and are not doing it correctly.
- 5) Dilza Gonzales – Parent that stated that parents are tired of attending these board meetings that are just a ‘show’ because the Board is making bad decisions. The Board does not talk about education – the classrooms are falling apart, bathrooms don’t work – we want these things fixed but not from Del Terra.
- 6) Jeff Markham – Community member, that agreed with Vice-President Karen Martinez and her home analogy. Until these audits are done, we shouldn’t start the project of building—it’s irresponsible. If the credit ratings get bombed, then we can’t begin to build-then we will have to borrow. You don’t build a kitchen with the roof leaking!
- 7) Jocelyn Merz – AREA president, stated that without the assistance of AREA and their support, we will not be able to sell anymore bonds. AREA has assisted on 3 different measures and now they know that this has been wasteful.

**3. SUPERINTENDENT / BOARD BUSINESS (continued)**

**3.02 Authorize Action to Proceed with Sale of Bonds and Bond Projects**

Clerk Esau Ruiz Herrera stated that this was not a choice between addressing infrastructure needs and the community centers. We can do both! Faculty needs can run in parallel with the building of our community centers.

Member Khanh Tran stated that we need to move forward because summer is approaching and we need to be ready to build.

President Andrés Quintero reported that he was in support of building George first; however, he is now in support of building these centers once we have taken care of the main essentials.

*The roll call vote carried with three in favor (Clerk Esau Ruiz Herrera, Member Khanh Tran, and Member Dolores Marquez-Frausto); 2 in opposition (President Andrés Quintero and Vice- President Karen Martinez); no absent; and no abstention.*

**4. ADJOURNMENT**

**4.01 President Adjourns the Meeting**

**MOTION #12-03 by Vice-President Karen Martinez to adjourn the meeting at 9:11 p.m. MOTION #12-03 was seconded by Member Khanh Tran.**

There was consensus from the Board to adjourn.

President Andrés Quintero adjourned the meeting at 9:11 p.m.

Respectfully submitted,



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Esau Ruiz Herrera  
Board Clerk

HB/mcs